

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

EARTH FARE, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 20-10256 (KBO)

Jointly Administered

Ref. Docket Nos. 65 & 219

**SUPPLEMENTAL DECLARATION OF CHARLES GOAD IN SUPPORT OF
DEBTORS' APPLICATION FOR ORDER AUTHORIZING THE DEBTORS TO
(I) EMPLOY AND RETAIN FTI CONSULTING, INC. TO PROVIDE THE DEBTORS A
CHIEF RESTRUCTURING OFFICER AND CERTAIN ADDITIONAL PERSONNEL
AND (II) DESIGNATE CHARLES GOAD AS CHIEF RESTRUCTURING OFFICER
FOR THE DEBTORS, *NUNC PRO TUNC* TO THE PETITION DATE**

I, Charles Goad, declare under penalty of perjury as follows:

1. I am a Senior Managing Director in the Turnaround & Restructuring Services practice of FTI Consulting, Inc. (“**FTI**”), a financial advisory services firm with numerous offices throughout the country, and am duly authorized to make this declaration (the “**Supplemental Declaration**”) on behalf of FTI to supplement my initial declaration (the “**Initial Declaration**”) submitted as Exhibit A to the *Debtors’ Application for Order Authorizing the Debtors to (I) Employ and Retain FTI Consulting, Inc. to Provide the Debtors a Chief Restructuring Officer and Certain Additional Personnel and (II) Designate Charles Goad as Chief Restructuring Officer for the Debtors*, Nunc Pro Tunc to the Petition Date [Docket No. 65] (the “**Application**”).² On February 26, 2020, the Court entered an order [Docket No. 219] granting the Application and approving FTI’s retention by the Debtors, effective as of the

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Earth Fare, Inc. (3936) and EF Investment Holdings, Inc. (8084). The mailing address for each of the Debtors is 220 Continuum Drive, Fletcher, North Carolina 28732.

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Application.

Petition Date.

2. As described in the Initial Declaration, FTI received a retainer (the “**Retainer**”) in the amount of \$150,000 on July 25, 2019. In addition, on January 31, 2020, FTI received an advanced payment of \$200,000 for services provided to the Debtors. As of the filing of the Initial Declaration, FTI had not reconciled its fees and expenses for the period preceding the Petition Date against the Retainer.

3. FTI has completed a reconciliation of its fees and expenses for the period preceding the Petition Date. Based on the reconciliation, FTI continues to hold a Retainer in the amount of \$26,297.01, which will serve as a general retainer for postpetition services and expenses.

I declare, pursuant to 28 U.S.C. § 1746, under penalty of perjury, that the foregoing is true and correct to the best of my information, knowledge and belief.

Dated: March 12, 2020

/s/ Charles Goad

Charles Goad
Chief Restructuring Officer